

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|------------------------|
| In re: |) | |
| |) | Case No. 12-12020 (MG) |
| |) | |
| RESIDENTIAL CAPITAL, LLC, <u>et al.</u> , |) | Chapter 11 |
| |) | |
| Debtors. |) | Jointly Administered |
| |) | |

**ORDER GRANTING DEBTORS' FIFTY-SECOND
OMNIBUS OBJECTION TO CLAIMS (INSUFFICIENT DOCUMENTATION)**

Upon the fifty-second omnibus claims objection, dated December 12, 2013 (ECF Doc. # 6074) (the "Fifty-Second Claims Objection"),¹ of Residential Capital, LLC and its affiliated debtors in the above-referenced Chapter 11 Cases, as debtors and debtors in possession (collectively, the "Debtors"), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code, Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and this Court's order approving procedures for the filing of omnibus objections to proofs of claim (ECF Doc. # 3294) (the "Procedures Order"), disallowing and expunging the Insufficient Documentation Claims on the grounds that each Insufficient Documentation Claim lacks sufficient supporting documentation as to its validity and amount and has no basis in the Debtors' books and records, all as more fully described in the Fifty-Second Claims Objection; and it appearing that this Court has jurisdiction to consider the Fifty-Second Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Fifty-Second Claims Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Fifty-Second Claims Objection having been provided,

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Fifty-Second Claims Objection.

and it appearing that no other or further notice need be provided; and upon consideration of the Fifty-Second Claims Objection and the *Declaration of Deanna Horst In Support of Debtors' Fifty-Second Omnibus Objection to Claims (Insufficient Documentation)* annexed to the Fifty-Second Claims Objection as Exhibit 1; and the Court having found and determined that the relief sought in the Fifty-Second Claims Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Fifty-Second Claims Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Fifty-Second Claims Objection is granted to the extent provided herein; and it is further

ORDERED that each Insufficient Documentation Claim listed on Exhibit A annexed hereto is hereby disallowed and expunged with prejudice; and it is further

ORDERED that Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, is directed to disallow and expunge from the claims register the Insufficient Documentation Claims identified on the schedule annexed as Exhibit A hereto pursuant to this Order; and it is further

ORDERED that the matter of UBS Real Estate Securities Inc. (Claim Nos. 4200 and 4453) relating to the Fifty-Second Claims Objection shall be adjourned to the omnibus hearing scheduled for January 30, 2014 at 10:00 a.m. (EST); and it is further

ORDERED that the following matters relating to the Fifty-Second Claims Objection shall be adjourned to the omnibus hearing scheduled for February 20, 2014 at 10:00 a.m. (EST):

- Deutsche Bank Trust Company Americas, as Trustee for the Residential Accredit Loans, Inc. (RALI) 2006-QS17 (Claim No. 276);
- Deutsche Bank Trust Company Americas as Indenture Trustee for the

registered holders of Saxon Asset Securities Trust 2004-3 (Claim No. 344); and

- Deutsche Bank National Trust Company, as Trustee for Saxon Asset Securities, et al. (Claim No. 408); and it is further

ORDERED that the Debtors are authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Fifty-Second Claims Objection, as provided therein, shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 (ECF Doc. # 141), the Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by such notice; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of any claim not listed on Exhibit A annexed to this Order, and the Debtors' and any party in interest's rights to object on any basis are expressly reserved with respect to any such claim that is not listed on Exhibit A annexed hereto; and it is further

ORDERED that this Order shall be a final order with respect to each of the Insufficient Documentation Claims identified on Exhibit A, annexed hereto, as if each such Insufficient Documentation Claim had been individually objected to; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

IT IS SO ORDERED.

Dated: January 8, 2014
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

Exhibit A to Proposed Order

Insufficient Documentation Claims

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTY-SECOND OBJECTION - CLAIMS WITH INSUFFICIENT DOCUMENTATION (NON-BORROWER CLAIMS)

| | Name of Claimant | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number |
|---|---|--------------|------------|--|-------------------------------------|----------------------|
| 1 | CALEY DEHKHODA AND QADRI LLP 2340 130TH AVE NE STE D-105 BELLEVUE, WA 98005 | 588 | 09/21/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$63,568.72 General Unsecured | GMAC-RFC Holding Company, LLC | 12-12029 |
| 2 | CODE ENFORCEMENT RELIEF 8832 SHIRLEY AVE 1 NORTHRIDGE, CA 91324 | 519 | 09/17/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Residential Capital, LLC | 12-12020 |
| 3 | Countrywide Home Loans, Inc. Michael Schloessmann Bank of America Legacy Asset Servicing 4500 Park Granada Calabasas, CA 91302 | 4949 | 11/15/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 4 | CSH Fund IV, LLC c/o Ronald E. Michelman, Esq Michelman & Michelman, LLP 20265 Ventura Blvd, Suite D Woodland Hills, CA 91364 | 988 | 10/05/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority UNLIQUIDATED General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 5 | LECLAIR APPRAISALS 275 SOUTH WINOOSKI AVENUE BURLINGTON, VT 05401-4542 | 496 | 09/17/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Residential Capital, LLC | 12-12020 |

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTY-SECOND OBJECTION - CLAIMS WITH INSUFFICIENT DOCUMENTATION (NON-BORROWER CLAIMS)

| | Name of Claimant | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number |
|----|---|--------------|------------|---|----------------------------|----------------------|
| 6 | Office of the State Treasurer Attorney Liz Austin Pullman & Comley, LLC 850 Main Street, 8th Floor Bridgeport, CT 06601-7006 | 4671 | 11/13/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Homecomings Financial, LLC | 12-12042 |
| 7 | Prodigus Opportunity Fund, LLC c/o Montage Financial Group, Inc. 22292 Rancho Viejo Rd., Suite 216 San Juan Capistrano, CA 92675 | 6862 | 06/17/2013 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,401,964.43 General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 8 | RIVER PARK REALTY GROUP 3100 W 95TH STREET EVERGREEN PARK, IL 60805-2405 | 618 | 09/21/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Residential Capital, LLC | 12-12020 |
| 9 | SAFEGUARD PROPERTIES, INC. PO BOX 714441 COLUMBUS, OH 43271-4441 | 2606 | 11/07/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | GMAC Mortgage, LLC | 12-12032 |
| 10 | Tammy Holly 7951 Collin McKinney Parkway #5060 McKinney, TX 75070 | 4699 | 11/14/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$15,000,000.00 General Unsecured | Residential Capital, LLC | 12-12020 |

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

FIFTY-SECOND OBJECTION - CLAIMS WITH INSUFFICIENT DOCUMENTATION (NON-BORROWER CLAIMS)

| | Name of Claimant | Claim Number | Date Filed | Claim Amount | Asserted Debtor Name | Asserted Case Number |
|----|--|--------------|------------|---|-----------------------------|----------------------|
| 11 | Taunton Municipal Lighting Plant 33 Weir Street Taunton, MA 02780 | 90 | 06/13/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Residential Capital, LLC | 12-12020 |
| 12 | U.S. Bank National Association as Successor Trustee to Bank of America, N.A., et al. Yolanda Mariscal 1757 Tapo Canyon Rd Simi Valley, CA 93063 | 4374 | 11/09/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Residential Capital, LLC | 12-12020 |
| 13 | U.S. Bank National Association as Successor Trustee to Bank of America, N.A., et al. Yolanda Mariscal 1757 Tapo Canyon Rd Simi Valley, CA 93063 | 4385 | 11/09/2012 | \$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority BLANK General Unsecured | Residential Capital, LLC | 12-12020 |